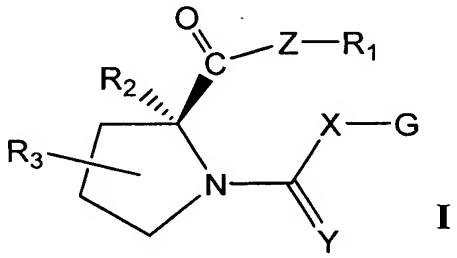
AMENDMENTS TO THE CLAIMS:

Claims 1, 4-8 and 10-19 are pending. Please amend claim 1, 4-8 and 11-19 as indicated below. This listing of claims replaces all prior versions and listings of claims in the application.

LISTING OF CLAIMS:

1. (Currently amended) A compound of the formula I



I

or a pharmaceutically acceptable salt thereof,

wherein:

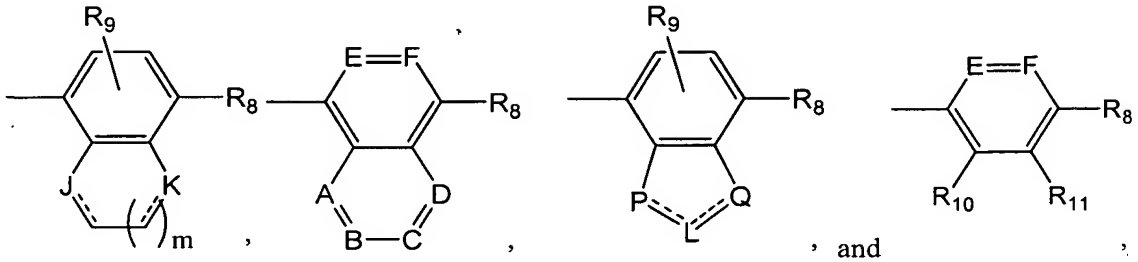
R_1 is selected from the group consisting of alkyl or substituted alkyl, alkenyl or substituted alkenyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, and CH_2OR_4;

R_2 is selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heterocycle or substituted heterocycle, heteroaryl or substituted heteroaryl and CH_2OR_4;

R_3 is selected from the group consisting of hydrogen, alkyl or substituted alkyl, CH_2OR_4, OR_2, SR_2, halo, NHR_2, $NHCOR_4$, and $NHCONR_4R_4'$;

R_4 and R_4' for each occurrence are each independently selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or substituted alkynyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heterocyclo or substituted heterocyclo and heteroaryl or substituted heteroaryl;

G is selected from the group of:



, and ,

wherein:

R_8 is CN;

R_9, R_{10}, and R_{11} are each independently selected from the group consisting of hydrogen (H), NO_2, CN, CF_3, OR_4, CO_2R_4, NR_4R_4', $CONR_4R_4'$, CH_2OR_4, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or substituted alkynyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, and heteroaryl or substituted heteroaryl;

A to F ~~are~~ each independently is selected from among N and CR_1;

J, K, L, P, and Q ~~are~~ each independently is selected from among NR_{12}, O, S, SO, SO_2 or $CR_{12}R_{12}'$;

R_{12} and R_{12}' in each functional group are each independently selected from a bond or R_1;

m is an integer of 0 or 1 ;

X is a linking group selected from the group consisting of NR_4 and CHR_4;

Y is selected from the group consisting of O, NR_4, NOR_4, S and CH_2; and

Z is –O- or NR_4;

with the following provisos:

(a) when Y is NOR_4, R_4 is not hydrogen;

(b) when R_1 is methyl,

X is NH_2 [[;]] and

Y is O or S, then

Z is not O;

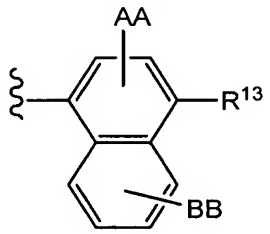
(c) when (i) R_1 is methyl,

(ii) X is NH,

(iii) Y is NR_4,

(iv) R_4 is selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, and heteroaryl or substituted heteroaryl, and

(v) G has the following structure:



wherein:

R_{13} is selected from the group consisting of hydrogen, cyano (-CN), nitro (-NO_2), halo, heterocyclo, OR_{14}, CO_2R_{15}, $CONHR_{15}$, COR_{15}, $S(O)_pR_{15}$, $SO_2NR_{15}NR_{15}'$, $NHCOR_{15}$ and $NHSO_2R_{15}$;

R_{14} in each functional group is independently selected from the group consisting of hydrogen, alkyl or substituted alkyl, CHF_2, CF_3 and COR_{15};

R_{15} and R_{15}' in each functional group are each independently selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or substituted alkynyl, cycloalkyl or substituted cycloalkyl, heterocycloalkyl or substituted heterocycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heteroaryl or substituted heteroaryl and -CN;

AA and BB ~~are~~ each independently is selected from the group consisting of hydrogen, halo, cyano (-CN), nitro (-NO_2), alkyl or substituted alkyl and OR_{14}; and

p is an integer from 0 to 2,

then Z is not O.

2. (Cancelled).

3. (Cancelled).

4. (Currently amended) The compound ~~as defined in~~ of claim 1, or a pharmaceutically acceptable salt thereof, wherein:

R_1 is alkyl;

R_2 is hydrogen or alkyl;

R_3 is hydroxyl;

Y is O; and

Z is O.

5. (Currently amended) A pharmaceutical composition, comprising:

a compound or salt ~~as defined in~~ of claim 1; and

a pharmaceutically acceptable carrier therefor.

6. (Currently amended) The pharmaceutical composition ~~as defined in~~ of claim 5, further comprising a growth promoting agent.

7. (Currently amended) A pharmaceutical composition, comprising:

a compound ~~as defined in~~ of claim 1, or a pharmaceutically acceptable salt thereof, and

at least one additional therapeutic agent selected from the group consisting of parathyroid hormone, bisphosphonates, estrogen, testosterone, progesterone, selective estrogen receptor modulators, growth hormone secretagogues, growth hormone, progesterone receptor modulators, anti-diabetic agents, anti-hypertensive agents, anti-inflammatory agents, antiosteoporosis agents, anti-obesity agents, cardiac glycosides, cholesterol lowering agents, anti-depressants, anti-anxiety agents, anabolic agents, and thyroid mimetics.

8. (Currently amended) A method for treating prostate cancer, comprising: ~~which comprises~~ administering to a mammalian species in need of treatment an effective amount of a compound ~~as defined in~~ of claim 1 or a pharmaceutically acceptable salt thereof.

9 (Cancelled).

10. (Previously presented) A compound selected from the group consisting of

1-(4-Cyano-2-ethyl-3-(trifluoromethyl)phenyl-1-carbamoyl)-3-hydroxy-pyrrolidine-2-carboxylic acid or a pharmaceutically acceptable salt thereof;

1-(4-Cyanonaphthalen-1-ylcarbamoyl-3-hydroxy-pyrrolidine-2-carboxylic acid methyl ester or a pharmaceutically acceptable salt thereof;

1-(5-Chloro-6-cyano-pyridin-3-ylcarbamoyl)-3-hydroxypyrrolidine-2-carboxylic acid methyl ester or a pharmaceutically acceptable salt thereof; and

1-[2-(4-Cyanonaphthalen-1-yl)acetyl]-3-hydroxypyrrolidine-2-carboxylic acid methyl ester or a pharmaceutically acceptable salt thereof.

11. (Currently amended) A pharmaceutical composition, comprising:

a compound ~~as defined in~~ of claim 10, or a pharmaceutically acceptable salt thereof; [[,]] and a pharmaceutically acceptable carrier therefor.

12. (Currently amended) The pharmaceutical composition ~~as defined in~~ of claim 11, further comprising a growth promoting agent.

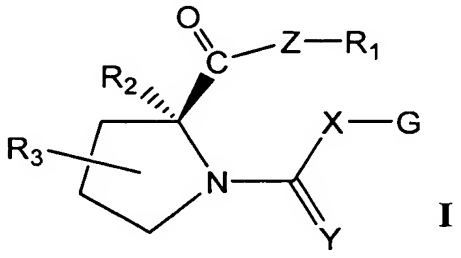
13. (Currently amended) A pharmaceutical composition, comprising:

a compound ~~as defined in~~ of claim 10, or a pharmaceutically acceptable salt thereof; [[,]] and

at least one additional therapeutic agent selected from the group consisting of parathyroid hormone, bisphosphonates, estrogen, testosterone, progesterone, selective estrogen receptor modulators, growth hormone secretagogues, growth hormone, progesterone receptor modulators, anti-diabetic agents, anti-hypertensive agents, anti-inflammatory agents, antiosteoporosis agents, anti-obesity agents, cardiac glycosides, cholesterol lowering agents, anti-depressants, anti-anxiety agents, anabolic agents, and thyroid mimetics.

14. (Currently amended) A method for treating prostate cancer, comprising: ~~which comprises~~ administering to a mammalian species in need of treatment an effective amount of a compound ~~as defined in~~ of claim 10 or a pharmaceutically acceptable salt thereof.

15. (Currently amended) A compound of formula I



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or a pharmaceutically acceptable salt thereof,

wherein:

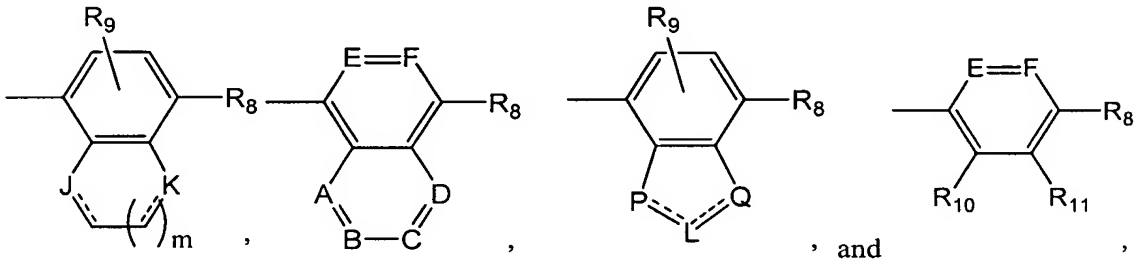
R_1 is selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, and CH_2OR_4;

R_2 is selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heterocyclo or substituted heterocyclo, heteroaryl or substituted heteroaryl and CH_2OR_4;

R_3 is selected from the group consisting of alkyl or substituted alkyl, and CH_2OR_4;

R_4 and R_4' for each occurrence are each independently selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or substituted alkynyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heterocyclo or substituted heterocyclo and heteroaryl or substituted heteroaryl;

G is selected from the group consisting of:



, , , and ,

wherein:

R_8 is CN;

R_9, R_{10}, and R_{11} are each independently selected from the group consisting of hydrogen (H), NO_2, CN, CF_3, OR_4, CO_2R_4, NR_4R_4', $CONR_4R_4'$, CH_2OR_4, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or substituted alkynyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, and heteroaryl or substituted heteroaryl;

A to F ~~are~~ each independently is selected from among N and CR_1;

J, K, L, P, and Q ~~are~~ each independently is selected from among NR_{12}, O, S, SO, SO_2 or $CR_{12}R_{12}'$;

R_{12} and R_{12}' in each functional group are each independently selected from a bond or R_1;

m is an integer of 0 or 1 ;

X is a linking group selected from the group consisting of NR_4 and CHR_4;

Y is selected from the group consisting of O, NR_4, NOR_4, S and CH_2; and

Z is –O- or NR_4;

with the following provisos:

(a) when Y is NOR_4, R_4 is not hydrogen;

(b) when R_1 is methyl, X is NH, and Y is O or S, then Z is not O;

(c) when

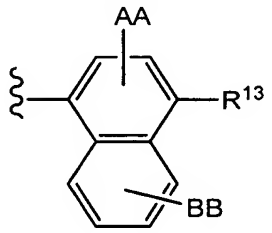
(i) R_1 is methyl,

(ii) X is NH,

(iii) Y is NR_4,

(iv) R_4 is selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, and heteroaryl or substituted heteroaryl, and

(v) G has the following structure:



wherein:

R_{13} is selected from the group consisting of hydrogen, cyano (-CN), nitro (-NO_2), halo, heterocyclo, OR_{14}, CO_2R_{15}, $CONHR_{15}$, COR_{15}, $S(O)_pR_{15}$, $SO_2NR_{15}NR_{15}'$, $NHCOR_{15}$ and $NHSO_2R_{15}$;

R_{14} in each functional group ~~is~~ independently is selected from the group consisting of hydrogen, alkyl or substituted alkyl, CHF_2, CF_3 and COR_{15};

R_{15} and R_{15}' in each functional group are each independently selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or

substituted alkynyl, cycloalkyl or substituted cycloalkyl, heterocycloalkyl or substituted heterocycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heteroaryl or substituted heteroaryl and CN;

AA and BB ~~are~~ each independently is selected from the group consisting of hydrogen, halo, cyano (-CN), nitro ($-NO_2$), alkyl or substituted alkyl and OR_{14}; and

p is an integer from 0 to 2,

then Z is not O.

16. (Currently amended) A pharmaceutical composition, comprising:

a compound ~~as defined in~~ of claim 15, or a pharmaceutically acceptable salt thereof; [[,]] and

a pharmaceutically acceptable carrier therefor.

17. (Currently amended) The pharmaceutical composition ~~as defined in~~ of claim 16, further comprising a growth promoting agent.

18. (Currently amended) A pharmaceutical composition, comprising:

a compound ~~as defined in~~ of claim 15, or a pharmaceutically acceptable salt thereof; [[,]] and

at least one additional therapeutic agent selected from the group consisting of parathyroid hormone, bisphosphonates, estrogen, testosterone, progesterone, selective estrogen receptor modulators, growth hormone secretagogues, growth hormone, progesterone receptor modulators, anti-diabetic agents, anti-hypertensive agents, anti-inflammatory agents, antiosteoporosis agents, anti-obesity agents, cardiac glycosides, cholesterol lowering agents, anti-depressants, anti-anxiety agents, anabolic agents, and thyroid mimetics.

19. (Currently amended) A method for treating prostate cancer, comprising:

~~which comprises~~ administering to a mammalian species in need of treatment an effective amount of a compound ~~as defined in~~ of claim 15 or a pharmaceutically acceptable salt thereof.